

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

FCS ADVISORS, LLC,

Plaintiff,

—against—

THEIA GROUP, INC., d/b/a “THORIAN GROUP” and/or “CYPERIAN”; THEIA AVIATION, LLC; and THEIA HOLDINGS A, INC., d/b/a “THORIAN HOLDINGS,”

21 Civ. 6995 (PKC)

Defendants.

TRANSMITTAL DECLARATION OF MICHAEL FUQUA, AS RECEIVER, IN SUPPORT OF RECEIVER’S MEMORANDUM OF LAW IN RESPONSE TO STEPHEN BUSCHER’S LIMITED OBJECTION AND RESERVATION OF RIGHTS TO THE EXPEDITED MOTION OF RECEIVER FOR AN ORDER

I, Michael Fuqua, hereby declare as follows:

1. On November 8, 2021, the United States District Court for the Southern District of New York (this “Court”) entered an *Order Appointing Michael Fuqua as Receiver* (Doc. 117) (the “Receivership Order”) in the above-captioned case (the “Receivership Case”). Accordingly, I am the Court-appointed receiver (“Receiver”) for Theia Group, Inc., Theia Aviation LLC, and Theia Holdings A, Inc. (collectively, the “Receivership Entities”).

2. I submit this Declaration in further support of the *Receiver’s Memorandum of Law in Response to Stephen Buscher’s Limited Objection and Reservation of Rights to the Expedited Motion of Receiver for an Order Further Extending the Stay Provided in the Receivership Order*, which is being filed contemporaneously herewith.

3. Attached hereto are true and correct copies of the following documents:

<u>EXHIBIT</u>	<u>DESCRIPTION</u>
A	Consulting Agreement dated July 13, 2020 but effective as of July 1, 2020
B	Minutes of Board Meeting held on November 10, 2020
C	Amended Consulting Agreement
D	Unanimous Written Consent in Lieu of a Special Meeting of the Board of Directors of Theia Group, Incorporated dated January 22, 2021
E	Email from J. Fargnoli to S. Buscher dated March 5, 2021
F	Unanimous Consent Resolution dated July 28, 2021
G	Unanimous Consent Resolution dated August 25, 2021
H	E-mail from S. Buscher to Messrs. Olson, Gallagher, Newfrock, and Hickey dated July 8, 2021
I	E-mail from S. Buscher dated July 11, 2021
J	Text Message from S. Buscher to J. Fargnoli dated September 21, 2021

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on: April 27, 2023

By: /s/ Michael Fuqua
Michael Fuqua